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*Proposed Counsel for Debtors and
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**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF NEW JERSEY**

In re:
Powin, LLC, *et al.*,¹

Debtors.

Chapter 11

Case No. 25-16137 (MBK)

(Jointly Administered)

¹ The Debtors in these Chapter 11 Cases, along with the last four digits of each Debtor's federal tax identification number, are: (i) Powin Project LLC [1583]; (ii) Powin, LLC [0504]; (iii) PEOS Holdings, LLC [5476]; (iv) Powin China Holdings 1, LLC [1422]; (v) Powin China Holdings 2, LLC [9713]; (vi) Charger Holdings, LLC [5241]; (vii) Powin Energy Ontario Storage, LLC [8348]; (viii) Powin Energy Operating Holdings, LLC [22495]; and (ix) Powin Energy Operating, LLC [6487]. The Debtors' mailing address is 20550 SW 115th Avenue Tualatin, OR 97062.

**NOTICE OF FILING AMENDED STALKING HORSE APA, ORDER APPROVING
BIDDING PROCEDURES, AND BIDDING PROCEDURES**

PLEASE TAKE NOTICE that Powin, LLC and the above-referenced affiliated debtors and debtors-in-possession (collectively, the “Debtors”) under chapter 11 of title 11 of the United States Code, §§ 101 et seq., in these chapter 11 cases, hereby file the amended Bidding Procedures Order, the amended Bidding Procedures, and the Stalking Horse APA,² to incorporate further comments received from the United States Trustee, Stalking Horse Bidder and the Official Committee of Unsecured Creditors. True and correct copies of the following are attached hereto:

- **Exhibit A:** The amended Bidding Procedures Order and the amended Bidding Procedures attached thereto as Exhibit 1;
- **Exhibit B:** Cumulative redlines of the amended Bidding Procedures Order and the amended Bidding Procedures against the initial versions attached to the Motion [Docket No. 228] and redlines against the versions filed on July 13, 2025 [Docket No. 364];
- **Exhibit C:** The amended Stalking Horse APA; and
- **Exhibit D:** A cumulative redline of the Stalking Horse APA against the initial version filed on July 7, 2025 [Docket No. 271].

[Signature page to follow]

² Capitalized terms not otherwise defined herein shall have the meaning in the *Motion of the Debtors for Entry of an Order (I) Designating a Stalking Horse Bidder and Approving Stalking Horse Bidder Protections (II) Approving Bidding Procedures by Which Interested Parties May Bid and an Auction Sale Format in Connection with the Sale of Substantially All of the Debtors’ Assets, (III) Approving Form of Asset Purchase Agreement, (IV) Approving Form of Notice to be Provided to Interested Parties, (V) Authorizing the Assumption and Assignment of Assumed Contracts and Notice Procedures Thereto, (VI) Scheduling a Court Hearing to Consider Approval of the Sale to the Highest and Best Bidder, and (VII) Authorizing the Sale of Debtors’ Property Free and Clear of All Causes of Action and Claims* (the “Motion”) [Docket No. 228].

Dated: July 14, 2025

DENTONS US LLP

/s/ Lauren Macksoud

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